

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-01139 (KJC)
)	(Jointly Administered)
Reorganized Debtors.)	
<hr style="width: 30%; margin-left: 0;"/>)	Re: Docket Nos. 31812, 31856, 31873, 32044, 32068, 32233, 32324, 32503, 32560, 32570, 32571, 32607, 32641, 32642, 32650

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING THIRD
AMENDED STIPULATION FOR BRIEFING SCHEDULE AND HEARING DATE
FOR ANDERSON MEMORIAL HOSPITAL'S MOTION TO
ALTER OR AMEND ORDER DENYING MOTION FOR CLASS CERTIFICATION**

1. On March 5, 2014, Anderson Memorial Hospital ("AMH") filed its Motion to Alter or Amend Order Denying Motion for Class Certification and for Entry of Scheduling Order and Granting Related Relief (the "Motion").² [Docket No. 31812]

2. On March 18, 2014, the Court entered the Order Approving Stipulation for Briefing Schedule and Hearing Date for Anderson Memorial Hospital's Motion to Alter or Amend Order Denying Motion for Class Certification (the "Order"). [Docket No. 31873]

3. On October 6, 2014, the Court entered the Amended Order Approving Stipulation for Briefing Schedule and Hearing Date for Anderson Memorial Hospital's Motion to Alter or Amend Order Denying Motion for Class Certification (the "Order"). [Docket No. 32417]

¹ The Reorganized Debtors are W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.) and W. R. Grace & Co.-Conn. At the time of filing of AMH's Motion, there were 62 debtors. On March 19, 2014, Grace filed and the Court entered a Final Decree which, *inter alia*, closed the Chapter 11 cases of certain Merged Subsidiaries. [Docket No. 31880] On September 16, 2014, Grace filed a motion closing the Chapter 11 cases of certain additional Grace subsidiaries, and on October 14, 2014, the Court entered a Final Decree which, *inter alia*, closed the Chapter 11 cases of certain Grace subsidiaries. [Docket No. 32429] Accordingly, Grace and Grace-Conn. are the surviving Reorganized Debtors.

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

4. On April 15, 2015, a hearing on the Motion was held. On May 5, 2015, the Court entered the Order Regarding Anderson Memorial Hospital's Discovery Request and directing the parties to submit a proposed scheduling order regarding the filing of briefs on the issue of class certification. [Docket No. 32560]

5. Reorganized Debtors W. R. Grace & Co., et al. and AMH entered into a Stipulation for Briefing Schedule and Hearing Date for Anderson Memorial Hospital's Motion to Alter or Amend Order Denying Motion for Class Certification (the "Stipulation"). Among other things, the Stipulation gives relief from the page limitations found in Local Rule 7007-2.

6. On June 8, 2015, the Court entered an order approving the Stipulation. [Docket No. 32571]

7. Due to a medical emergency, counsel for AMH requested an adjustment to the schedule to file the opening brief. The parties consented to adjust the briefing schedule so that AMH's opening brief would be due within ninety (90) days of June 8, 2015 and the Reorganized Debtors would submit their responsive brief within ninety (90) days of filing of AMH's opening brief. On August 24, 2015, the parties submitted their Amended Stipulation for Briefing Schedule and Hearing Date and Certification of Counsel. [Docket No. 32571]

8. On August 25, 2015, the Court entered an Order Approving the Amended Stipulation. [Docket No. 32607]

9. Consistent with that Order and the Amended Stipulation, on September 8, 2015, AMH filed and served its Brief in Support of Motion for Class Certification. [Docket No. 32624]

10. In November, Grace's counsel requested an extension of time of 36 days to file and serve due to an unavoidable conflict on another matter. AMH's counsel consented to the

requested extension, provided that AMH may file and serve its reply by March 11, 2016. The parties consented to these dates and submitted a Second Amended Stipulation for Briefing Schedule and Hearing Date and Certification of Counsel. [Docket No. 32641]. On November 25, 2015, the Court entered an Order Approving the Second Amended Stipulation. [Docket No. 32642]

11. Consistent with that Stipulation and Order, on January 13, 2016, Reorganized Debtors filed their responsive brief. [Docket. No. 32650]

12. A few days ago, AMH's counsel requested a 30-day extension of time because of a recently-developed conflict due to an unexpected briefing schedule in a matter in the United States Court of Appeal for the Fourth Circuit. Reorganized Debtors' counsel consented to the requested extension.

13. Accordingly, AMH's reply will be due on April 11, 2016, and the hearing on AMH's Motion will be held on the first omnibus hearing date this is at least fifteen (15) business days after the completion of briefing or on such other date as may be agreed upon by the parties and the Court or ordered by the Court.

14. Attached hereto as Exhibit A is a copy of a proposed form of Order Approving the Third Amended Stipulation for Briefing Schedule and Hearing Date for Anderson Memorial Hospital's Motion to Alter or Amend Order Denying Motion for Class Certification (the "Order"). A copy of the Third Amended Stipulation is attached to the Order as Exhibit 1 thereto.

15. By way of this certification, the Reorganized Debtors respectfully request that the Court enter the Order if acceptable to the Court, thereby approving the terms of the Third Amended Stipulation.

16. Counsel for the parties are available, should the Court have any questions or concerns with the foregoing or the proposed Order.

Dated: February 29, 2016

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